UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

LAVASTONE CAPITAL LLC, Plaintiff, -against- COVENTRY FIRST LLC et al., Defendants.	14 Civ. 7139 (JSR)

DECLARATION OF JEFFERSON E. BELL IN SUPPORT OF LAVASTONE'S REPLY MEMORANDUM OF LAW IN FURTHER SUPPORT OF ITS MOTION FOR SUMMARY JUDGMENT AS TO LIABILITY

I, JEFFERSON E. BELL, hereby declare under penalty of perjury, pursuant to 28 U.S.C. § 1746, that the following is true and correct:

1. I am an attorney licensed to practice law in the State of New York and before this Court. I am an associate in the law firm of Gibson, Dunn & Crutcher LLP, counsel of record for Plaintiff Lavastone Capital LLC ("Lavastone") in the above-captioned matter. I am personally familiar with the facts set forth herein. I make this declaration in Support of Lavastone's Reply Memorandum of Law in Further Support of its Motion for Summary Judgment as to Liability.

2. On June 2, 2015, Lavastone served its Opposition to Defendants' Motion for Summary Judgment along with the Declaration of Jefferson E. Bell and accompanying exhibits designated Exhibits 342 through 406. For the convenience of the Court and the parties, Lavastone continues that sequential numbering here.

3. Pages were inadvertently omitted from Exhibit 349 of the Declaration of Jefferson E. Bell. Attached hereto is a corrected version of Exhibit 349, which is a true and correct copy of excerpts of the deposition of Marty Scherzer, dated April 17, 2015.

4. Attached hereto as Exhibit 406 is a true and correct copy of excerpts of the deposition of Bill Taylor, dated April 15, 2015.

5. Attached hereto as Exhibit 407 is a true and correct copy of excerpts of the deposition of Dave Beckelman, dated April 30, 2015.

6. Attached hereto as Exhibit 408 is a true and correct copy of excerpts of the report of David Babbel, dated April 20, 2015.

7. Attached hereto as Exhibit 409 is a true and correct copy of excerpts of the deposition of Diane McGovern, dated April 10, 2015.

8. Attached hereto as Exhibit 410 is a true and correct copy of excerpts of the deposition of Dave Fields, dated May 4, 2015.

9. Attached hereto as Exhibit 411 is a true and correct copy of excerpts of the deposition of Dr. Joseph Mason, dated May 5, 2015.

10. Attached hereto as Exhibit 412 is a true and correct copy of an email exchange dated December 6, 2011, among S. Ching, E. Herrera, O. Lifson, L. Heenan, and E. Decker, with the subject line "RE: 20734 non-level IB FW: 20734 [redacted] final pricing," produced to Defendants by Lavastone and bearing the beginning bates number LAV05089158.

11. Attached hereto as Exhibit 413 is a true and correct copy of an email exchange dated October 6, 2002, between B. Taylor and R. Buerger, with the subject line "RE: POR - [redacted], [redacted] PRIORITY," produced to Defendants by Lavastone and bearing the beginning bates number LAV03433872.

12. Attached hereto as Exhibit 414 is a true and correct copy of an email exchange dated August 2, 2006, among B. Taylor, R. Buerger, M. Scherzer, D. Fields, A. Buerger, and A. Muniz, with the subject line “RE: 4% Origination Fee,” produced to Defendants by Lavastone and bearing the beginning bates number LAV02794375.

13. Attached hereto as Exhibit 415 is a true and correct copy of excerpts of the deposition of Connie Anderson, dated April 21, 2015.

14. Attached hereto as Exhibit 416 is a true and correct copy of excerpts of the deposition of James Dodaro, dated April 20, 2015.

15. Exhibit 417 is intentionally omitted.

16. Exhibit 418 is intentionally omitted.

17. Attached hereto as Exhibit 419 is a true and correct copy of a Sale Documentation Package associated with COV ID 60070, produced to Lavastone by Defendants and bearing the beginning bates number CF-01919573.

18. Attached hereto as Exhibit 420 is a true and correct copy of Eligibility Certificates associated with COV IDs 54007, 54008, 54009, 54010, 60070, produced to Lavastone by Defendants and bearing the beginning bates number CF-01919899.

19. Attached hereto as Exhibit 421 is a true and correct copy of an article appearing in *The Wall Street Journal* dated November 26, 2007, entitled “An Insurance Man Builds a Livelly Business in Death” by L. Pleven, and R. Silverman.

20. Attached hereto as Exhibit 422 is a true and correct copy of excerpts of the deposition of Marty Scherzer, dated April 17, 2015.

21. Attached hereto as Exhibit 423 is a true and correct copy of excerpts of the deposition of Richard Zalocki, dated April 29, 2015.

22. Attached hereto as Exhibit 424 is a true and correct copy of a Pre-Offer Review Certification dated July 7, 2008, associated with COV ID 73221, produced to Defendants by Lavastone and bearing the bates number LAV01534346.

23. Attached hereto as Exhibit 425 is a true and correct copy of a pricing spreadsheet associated with COV ID 73221, produced to Defendants by Lavastone and bearing the bates number LAV00239736.

24. Attached hereto as Exhibit 426 is a true and correct copy of excerpts of the deposition of Neal Jacobs, dated April 2, 2015.

25. Attached hereto as Exhibit 427 is a true and correct copy of a Disbursement Schedule associated with COV ID 34883, produced to Lavastone by Defendants and bearing the bates number CF-03517817.

26. Attached hereto as Exhibit 428 is a true and correct copy of a Sale Documentation Package associated with COV ID 34883, produced to Lavastone by Defendants and bearing the beginning bates number CF-03517874.

27. Attached hereto as Exhibit 429 is a true and correct copy of a Disbursement Schedule associated with COV ID 37548, produced to Lavastone by Defendants and bearing the bates number CF-02598139.

28. Attached hereto as Exhibit 430 is a true and correct copy of a Sale Documentation Package associated with COV ID 37548, produced to Lavastone by Defendants and bearing the beginning bates number CF-02598213.

29. Attached hereto as Exhibit 431 is a true and correct copy of a Disbursement Schedule associated with COV ID 48241, produced to Lavastone by Defendants and bearing the bates number CF-02313156.

30. Attached hereto as Exhibit 432 is a true and correct copy of a Sale Documentation Package associated with COV ID 48241, produced to Lavastone by Defendants and bearing the beginning bates number CF-02313157.

31. Attached hereto as Exhibit 433 is a true and correct copy of a letter dated May 19, 2009, regarding a policy in the name of [redacted], produced to Lavastone by Defendants and bearing the bates number CF-00319569.

32. Attached hereto as Exhibit 434 is a true and correct copy of an Excel spreadsheet containing information on various life settlement policies, produced to Lavastone by Defendants and bearing the beginning bates number CF-04475217.

33. Attached hereto as Exhibit 435 is a true and correct copy of a letter dated May 14, 2009, regarding a policy in the name of [redacted], produced to Lavastone by Defendants and bearing the bates number CF-00218940.

34. Attached hereto as Exhibit 436 is a true and correct copy of an Excel spreadsheet containing information on various life settlement policies, produced to Lavastone by Defendants and bearing the beginning bates number CF-04473418.

35. Attached hereto as Exhibit 437 is a true and correct copy of an insurance policy in the name of [redacted], produced to Lavastone by Defendants and bearing the beginning bates number CF-00210473.

36. Attached hereto as Exhibit 438 is a true and correct copy of an Excel spreadsheet containing information on various life settlement policies, produced to Lavastone by Defendants and bearing the beginning bates number CF-04473276.

37. Attached hereto as Exhibit 439 is a true and correct copy of a Life Expectancy Calculator spreadsheet for an insured by the name of [redacted], produced to Lavastone by Defendants and bearing the bates number CF-00394815.

38. Attached hereto as Exhibit 440 is a true and correct copy of a life expectancy report for an insured by the name of [redacted], produced to Lavastone by Defendants and bearing the bates number CF-00394820.

39. Attached hereto as Exhibit 441 is a true and correct copy of a pricing spreadsheet associated with the COV ID 77144, produced to Defendants by Lavastone and bearing the bates number LAV00122951.

40. Attached hereto as Exhibit 442 is a true and correct copy of a Contract Information Report dated May 10, 2011, produced to Lavastone by Defendants and bearing the beginning bates number CF-00515728.

41. Attached hereto as Exhibit 443 is a true and correct copy of an Excel spreadsheet containing information on various life settlement policies, produced to Lavastone by Defendants and bearing the beginning bates number CF-04478603.

42. Attached hereto as Exhibit 444 is a true and correct copy of a fax dated October 14, 2009, regarding a policy in the name of [redacted], produced to Lavastone by Defendants and bearing the beginning bates number CF-00073261.

43. Attached hereto as Exhibit 445 is a true and correct copy of an insurance policy in the name of [redacted], produced to Lavastone by Defendants and bearing the beginning bates number CF-00073052.

44. Attached hereto as Exhibit 446 is a true and correct copy of a letter dated November 9, 2009 regarding a policy in the name of [redacted], produced to Lavastone by Defendants and bearing the bates number CF-00073109.

45. Attached hereto as Exhibit 447 is a true and correct copy of a Policy Annual Statement dated June 7, 2010, regarding a policy in the name of [redacted], produced to Lavastone by Defendants and bearing the beginning bates number CF-00073372.

46. Attached hereto as Exhibit 448 is a true and correct copy of a Statement of Policy Value dated August 23, 2010, regarding a policy in the name of [redacted], produced to Lavastone by Defendants and bearing the beginning bates number CF-00231354.

47. Attached hereto as Exhibit 449 is a true and correct copy of a list of transactions dated September 11, 2012 associated with a policy ending in [redacted] produced to Lavastone by Defendants and bearing the bates number CF-00181686.

48. Attached hereto as Exhibit 450 is a true and correct copy of a Tripartite Entitlement Order dated October 27, 2011, associated with COV ID 55479, produced to Lavastone by Defendants and bearing the beginning bates number CF-00024533.

49. Attached hereto as Exhibit 451 is a true and correct copy of a Sale Documentation Package associated with COV ID 30217, produced to Lavastone by Defendants and bearing the beginning bates number CF-01923660.

50. Attached hereto as Exhibit 452 is a true and correct copy of an Excel spreadsheet containing information on various life settlement policies, produced to Lavastone by Defendants and bearing the beginning bates number CF-04471669.

51. Attached hereto as Exhibit 453 is a true and correct copy of a letter dated March 3, 2010, regarding a policy in the name of [redacted], produced to Lavastone by Defendants and bearing the bates number CF-00119169.

52. Attached hereto as Exhibit 454 is a true and correct copy of excerpts of the deposition of Kevin Glowacki, dated May 4, 2015.

53. Attached hereto as Exhibit 455 is a true and correct copy of a Sale Documentation Package associated with COV ID 37240, produced to Defendants by Lavastone and bearing beginning bates number LAV01248046.

Dated: June 12, 2015

Jefferson E. Bell